

RESOLUTION OF THE BOARD OF TRUSTEES
OF
DESERET GENERATION & TRANSMISSION CO-OPERATIVE

APPROVAL OF REVOLVING LINE OF CREDIT
WITH
NATIONAL RURAL UTILITIES FINANCE CORPORATION

WHEREAS: Deseret Generation & Transmission Co-operatove (the "Company") anticipates potential requirements from time to time for liquid financing to support ongoing operations, pay and finance projects undertaken at the Company's various facilities, and for other corporate purposes; and

WHEREAS: The Company has negotiated substantially all the terms for a Revolving Line of Credit with National Rural Utilities Cooperative Finance Corporation ("CFC") in addition to, and not to replace, the existing working capital line of credit with that institution;

NOW, THEREFORE, BE IT

RESOLVED, that the Company establish an additional line of credit and authorize borrowing from CFC in an amount which shall not at any one time exceed \$20,000,000.00 (the "Line of Credit Amount"), in addition to any other debt or indebtedness previously contracted or provided for between the parties, for a term of thirty-six months, subject to the provisions of the Revolving Line of Credit Agreement substantially in the form submitted to this meeting (the "Line of Credit Agreement"); and,

RESOLVED, that the individuals listed below are hereby authorized to execute and to deliver to CFC the following documents:

- a) The Line of Credit Agreement; and
- b) The Secured Promissory Note.

RESOLVED, that each of the following individuals is hereby authorized in the name and on behalf of the Company to execute and to deliver all such other documents and instruments as may be necessary or appropriate, to make all payments, to execute any future amendments to said Line of Credit Agreement as such individual may deem appropriate within the Line of Credit Amount so authorized and to do all such other acts as in the opinion of such authorized individual acting may be necessary or appropriate in order to carry out the purposes and intent of the foregoing resolutions:

Office or Title

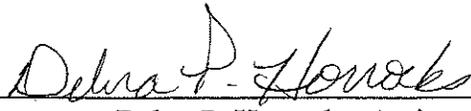
Name (typed or printed)

President & CEO

Kimball R. Rasmussen

CERTIFICATE

I, Debra P. Horrocks, Assistant Secretary to the Board of Trustees of Deseret Generation & Transmission Co-operative, do hereby certify that the above is true and correct copy of a resolution adopted at the meeting of the Board of Trustees of Deseret Generation & Transmission Co-operative on November 18, 2010, at which a quorum was present and voted.



Debra P. Horrocks, Assistant Secretary

(Seal)